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Northwestern Mortgage

Company

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+ Changing Phase of Business

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE
FILED FOR RECORD

AT 11:30 07.1.00K Q. NO. ANI

RECORDED - Vol. 111 MR. ROSS *SS*

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Handed to: *Yutaka* 28
SECRETARY OFFICE.

~~SECRETARY OF STATE.~~

by Clayton D. Miller
*P. 1117

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I, Sam W. Mitchell, Secretary of State of the State of Montana, do hereby certify that

NORTHWESTERN MORTGAGE COMPANY

a corporation organized and existing under the laws of the State of Montana, on the twenty-ninth day of December, A. D. 1954, caused its Certificate of Proceedings to continue its Corporate Existence to be filed in the office of the County Clerk of Valley County, State of Montana, in which county were filed the original articles of incorporation of said corporation and that a copy of the proceedings to continue the Corporate Existence of

NORTHWESTERN MORTGAGE COMPANY

certified by the County Clerk of the aforesaid County, and containing the required statement of facts prescribed by law, extending the corporate existence of said corporation for a period of forty years from and after February 1, 1955, has been this day filed in this office.

(GREAT SEAL)

WITNESS my official signature hereunto subscribed, and the Great Seal of the State of Montana, hereunto affixed this fourteenth day of January, A. D. 1955.

Sam W. Mitchell
Secretary of State.

By Clifford L. Walker
Deputy.

I, Sam W. Mitchell, Secretary of State of the State of Montana, do hereby certify that

NORTHWESTERN MORTGAGE COMPANY

In accordance with the provisions of 15-201 - 15-206 of the Revised Codes of Montana, 1947, on the twenty-ninth day of December, A. D. 1954, caused its Certificate of Change of Principal Place of Business to be filed in the office of the County Clerk of Valley County, State of Montana, in which County the original Articles of Incorporation were filed.

NOW, THEREFORE, I, Sam W. Mitchell, Secretary of State of the State of Montana, do hereby certify that a copy of the Certificate of Change of Principal Place of Business of said Corporation from

OSWEGO to BILLINGS

certified by the County Clerk of the aforesaid County, and containing the required statement of facts prescribed by said Code, has been this day filed in this office.

(GREAT SEAL)

WITNESS my official signature hereunto subscribed, and the Great Seal of the State of Montana, hereunto affixed, this fourteenth day of January, A. D. 1955.

Sam W. Mitchell

Secretary of State.

By Clifford L. Walker
Deputy.

CERTIFICATE OF PROCEEDINGS HAD AT A SPECIAL MEETING OF
THE STOCKHOLDERS OF NORTHWESTERN MORTGAGE COMPANY HELD AT BILLINGS,
YELLOWSTONE COUNTY, MONTANA, ON THE 23rd. DAY OF DECEMBER, 1954.

STATE OF MONTANA)
 : ss
County of Yellowstone)

We, the undersigned, the chairman and the secretary of a special meeting of the stockholders of Northwestern Mortgage Company, a corporation organized and existing under and by virtue of the laws of the State of Montana, held on the 23rd day of December, 1954, at 10:00 A.M. in Billings, Montana, do hereby certify:

That a special meeting of the stockholders of Northwestern Mortgage Company was held at Billings, Montana on the 23rd day of December, 1954, at 10:00 A.M.; that said meeting was held in accordance with a call and waiver of notice thereof, setting forth the specific purposes of the meeting and signed by all of the stockholders owning all of the issued and outstanding capital stock of the company and in compliance with the corporate by-laws and the laws of the State of Montana; that at said special meeting of the stockholders the following resolutions were adopted by the vote of the stockholders as herein set forth:

"RESOLVED: That Article 3 of the Articles of Incorporation of this organization be amended to read as herein-after set forth in full, to-wit, as follows:

3. The principal business of said corporation shall be transacted and its principal office shall be kept at Billings, Montana, and be it further

RESOLVED: That Article 4 of the Articles of Incorporation of this organization be amended to read as herein set forth in full, to-wit, as follows:

4. The term of existence for this corporation shall be 40 years.

NOW THEREFORE BE IT RESOLVED: by the stockholders of Northwestern Mortgage Company and the owners and holders of all the capital stock of the said corporation now issued and outstanding, have elected and consented, and do hereby elect and consent, to the continuance of the existence, and to extend the term of the existence of such corporation for 40 years from and after the day and date of the expiration of its corporate existence as continued to February 1, 1955 to February 1, 1995."

Voting affirmatively for the adoption of said resolution, 150 shares. Voting negatively against the adoption of said resolution, no shares. Total shares issued and outstanding and present at said meeting, 150 shares.



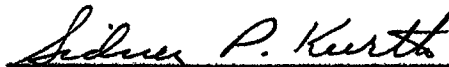
Chairman

ATTEST:


Secretary

STATE OF MONTANA)
 : ss
County of Yellowstone)

On this 23rd day of December, 1954, before me, Sidney P. Kurth, a Notary Public for the State of Montana, personally appeared O. E. Lee and Donald R. Lee, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.


Notary Public for the State of Montana
Residing at Billings, Montana
My commission expires April 8, 1957

(NOTARIAL SEAL)

CERTIFIED COPY

STATE OF MONTANA,

County of Valley,

ss.

I, Nora Mumford, County Clerk and Recorder in and for the County aforesaid, do hereby certify that the attached is a full, true and correct copy of the original

AMENDMENTS TO ARTICLES OF INCORPORATION

as the same appears of record in this office and recorded in Book _____ of

MISCELLANEOUS INDEX

Page _____,

File Number 14865

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County this 29th day of December, 1954.

Nora Mumford
Clerk and Recorder in and for Valley County,
Montana.

By

Loren Hansen

Deputy Clerk.

~~329195~~

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